

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:) Chapter 11
VOYAGER DIGITAL HOLDINGS, INC. *et al.*,¹) Case No. 22-10943 (MEW)
Debtors) (Jointly Administered)
)

DECLARATION OF STATUS AS A SUBSTANTIAL SHAREHOLDER²

PLEASE TAKE NOTICE that the undersigned parties are collectively Substantial Shareholders with respect to the existing classes of common stock, including the variable voting shares (the “Variable Voting Shares”), or any Beneficial Ownership therein (the Variable Voting Shares and any such record or Beneficial Ownership of common stock, collectively, the “Common Stock”) of Voyager Digital Ltd. (“Voyager Digital”). Voyager Digital is a debtor and debtor

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (N/A); and Voyager Digital, LLC (8013). The location of the Debtors’ principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003.

² For purposes of this Declaration: (i) a “Substantial Shareholder” is any entity or individual that has Beneficial Ownership of at least 4.5 percent of any class (or series) of Common Stock; and (ii) “Beneficial Ownership” will be determined in accordance with the applicable rules of sections 382 and 383 of the Internal Revenue Code of 1986, 26 U.S.C. §§ 1–9834 as amended (the “IRC”), and the Treasury Regulations thereunder (other than Treasury Regulations section 1.382-2T(h)(2)(i)(A)), and includes direct, indirect, and constructive ownership (e.g., (1) a holding company would be considered to beneficially own all equity securities owned by its subsidiaries, (2) a partner in a partnership would be considered to beneficially own its proportionate share of any equity securities owned by such partnership, (3) an individual and such individual’s family members may be treated as one individual, (4) persons and entities acting in concert to make a coordinated acquisition of equity securities may be treated as a single entity, and (5) a holder would be considered to beneficially own equity securities that such holder has an Option to acquire). An “Option” to acquire stock includes all interests described in Treasury Regulations section 1.382-4(d)(9), including any contingent purchase right, warrant, convertible debt, put, call, stock subject to risk of forfeiture, contract to acquire stock, or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

in possession in 22-10943 (MEW) pending in the United States Bankruptcy Court for the Southern District of New York (the “Court”).

PLEASE TAKE FURTHER NOTICE that, as of July 26, 2022, the undersigned parties respectively have Beneficial Ownership of Common Stock as set forth below. The following table sets forth the date on which each of the undersigned parties acquired Beneficial Ownership of such Common Stock:

Beneficial Owner	Number of Shares	Date Acquired	Taxpayer ID
Alameda Ventures Ltd.	7,723,995	October 28, 2021	N/A
Alameda Research Ventures LLC	10,457,265	May 20, 2022	N/A

PLEASE TAKE FURTHER NOTICE that, pursuant to that certain *Interim Order (I) Approving Notification and Hearing Procedures for Certain Transfers of and Declarations of Worthlessness with Respect to Common Stock and (II) Granting Related Relief* [Docket No. 58] (the “Order”), this declaration (this “Declaration”) is being filed with the Court and served upon the Notice Parties (as defined in the Order).

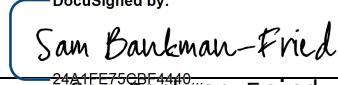
PLEASE TAKE FURTHER NOTICE that, at the election of each Substantial Shareholder, the Declaration to be filed with this Court (but not the Declaration that is served upon the Notice Parties) may be redacted to exclude the

Substantial Shareholder's taxpayer identification number and the amount of Common Stock that the Substantial Shareholder beneficially owns.

PLEASE TAKE FURTHER NOTICE that, pursuant to 28 U.S.C. § 1746, under penalties of perjury, each of the undersigned parties hereby declares that he or she has examined this Declaration, and, to the best of his or her knowledge and belief, this Declaration is true, correct, and complete.

Respectfully submitted,

Alameda Ventures Ltd.

By: 

Name: Sam Bankman-Fried
Address: F20, 1st Floor, Eden Plaza
Eden Island, Seychelles

Alameda Research Ventures LLC

By: 

Name: Sam Bankman-Fried
Address: 2000 Centre Street, 4th Floor
Berkeley, CA 94704

Dated: July 26, 2022
Calistoga, CA

(City) (State)